

CAUSE NO. 2020DCV-3095-B

MARY KAY MCGUFFIN	§	IN THE DISTRICT COURT OF
	§	
Plaintiff,	§	
	§	
v.	§	NUECES COUNTY, TEXAS
	§	
CINCH ENERGY SERVICES, LLC,	§	
ET AL.	§	
	§	
Defendants.	§	117 th JUDICIAL DISTRICT

PLAINTIFF MARY KAY MCGUFFIN'S THIRD AMENDED PETITION, REQUEST FOR ACCOUNTING, REQUEST FOR TEMPORARY INJUNCTION, DECLARATORY JUDGMENT, AND JURY DEMAND

Plaintiff Mary Kay McGuffin ("Plaintiff" or "McGuffin") files this Third Amended Petition, Request for Accounting, Request for Temporary Injunction, Declaratory Judgment, and Jury Demand against Cinch Energy Services, LLC, Cinch Wireline Services, LLC, Frank Thomas Shumate, Jr., Patron Wireline, LLC, and Justin Sprencel (collectively as "Defendants") and would respectfully show the Court the following:

I. PARTIES

- Plaintiff Mary Kay McGuffin is an individual residing in Colorado County,
 Texas.
- 2. Defendant Cinch Energy Services, LLC is a limited liability company with its principal business address of P.O. Box 707, Ganado, Texas, and has made an appearance in this case.
- 3. Defendant Cinch Wireline Services, LLC is a limited liability company with its principal business located at 5821 Agnes St., Corpus Christi, TX 78406, and has made an appearance in this case.
- 4. Defendant Frank Thomas Shumate. Jr. is an individual and has made an appearance in this case.

- 5. Defendant Patron Wireline, LLC is a Texas limited liability company with its principal office located at 5821 Agnes St., Corpus Christi, Texas 78406, and has made an appearance in this case.
- 6. Defendant Justin Sprencel is a Nueces County, Texas, resident and has made an appearance in this case.

II. <u>JURISDICTION AND VENUE</u>

- 7. This Court has jurisdiction over this matter, as the damages in controversy are within the jurisdictional limits of this Court.
- 8. Pursuant to Texas Rule of Civil Procedure 47, Plaintiff is seeking monetary relief over \$1,000,000.
- 9. Venue is proper in Nueces County because Defendant Frank Thomas Shumate, Jr. resided in Nueces County at the time the causes of action accrued.
- 10. Venue is also proper in Nueces County because Defendant Cinch Wireline Services, LLC's principal office is located in Nueces County.
- Venue is also proper in Nueces County because Defendant Patron Wireline,
 LLC's principal office is located in Nueces County.
- 12. Venue is also proper in Nueces County because Defendant Justin Sprencel resides in Nueces County.
- 13. Venue is also proper in Nueces County because all or a substantial part of the events or omissions giving rise to the claims occurred in Nueces County.

III. <u>DISCOVERY</u>

14. In accordance with Texas Rules of Civil Procedure, discovery in this case is intended to be conducted under Level 3.

IV. FACTS

15. This case is about Corpus Christi resident Frank Thomas Shumate, Jr. ("Tom" or "Shumate"), taking advantage of Plaintiff Mary Kay McGuffin ("Plaintiff," "Kayce" or "McGuffin"), using her knowledge of the wireline business (oil and gas services) to lure her into helping him start a business, and then cutting her out.

A. Shumate's History

- 16. Shumate has a history (unknown to McGuffin at the time) of stealing the services of others, as evidenced by the recent judgment upheld by the 13th Court of Appeals in *Shumate v. Berry Contr., L.P.*, No. 13-19-00382-CV, 2021, Tex. App. LEXIS 5648, *1-2 (Tex. App.—Corpus Christi July 15, 2021, R. 53.7(f) motion filed). Bay sued Shumate in March 2012 under the Texas Theft Liability Act, as well as for fraud, conversion, and other claims for injuries allegedly discovered in 2011. *Id.* at *1. In its live pleading, Bay alleged that Shumate, in conspiracy with Bay employees, provided Bay's truck hauling services to third parties without compensating Bay. *Id.* at *1-2. Bay further alleged that Shumate utilized Bay's services, materials, equipment, and supplies to improve Shumate's real property. Bay alleged that in many cases, Shumate received payment from third parties for services provided by Bay. *Id.* at *2.
- 17. The jury found in favor of Bay on each of its claims and assessed actual damages against Shumate in the amount of \$896,090.47. *Id.* at *8-9. The jury also found that Bay was entitled to \$4,480,452.35 in punitive damages and \$392,253.60 in attorney's

Fees, plus conditional appellate attorney's fees. *Id.* at *9. Bay elected to recover on its Theft Liability Act claim. *Id.*

18. The Thirteenth Court of Appeals held that the evidence established that Shumate engaged in a years-long scheme of misappropriating Bay's materials and services. *Id.* at *19. Further, the court held that the evidence established that Shumate, acting in concert with Bay's employees, engaged in a purposeful scheme to deceive Bay and procure the use of Bay's services and materials for Shumate's benefit. *Id.* The court acknowledged that Shumate's actions, as found by the jury, were clearly the result of intentional trickery or deceit as opposed to accidental behavior. *Id.* at 19-20. The court concluded that, on balance, the reprehensibility guidepost supported the award of punitive damages against Shumate. *Id.* at *20.

B. Shumate Gains the Trust of McGuffin

19. McGuffin met Shumate in approximately 1985 when Shumate was dating a friend of McGuffin's, who is now deceased. Shumate and McGuffin became good friends and established a friendship that lasted approximately 30 years. Shumate became like a brother to McGuffin, and McGuffin considered him a part of her family. He was McGuffin's friend and trusted advisor, and McGuffin called him such when McGuffin appointed him as the sole Independent Executor of her Will and estate and Trustee of the Mary Kay McGuffin Trust in her will. McGuffin also named Tom as her medical power of attorney and statutory durable power of attorney. McGuffin's boys called him "Uncle Tom." He bought McGuffin's son his first rifle, and he taught McGuffin's boys how to hunt. Tom was always talking to McGuffin about starting a business together. He told her

that if you work for somebody else, then you will never be successful; you need to own your own business.

C. Formation of Cinch Wireline Services, LLC

- 20. McGuffin and Shumate began discussing starting a wireline business in 2014 because McGuffin had been employed for the prior 13 years, approximately, by the Wood Group, which provided wireline services to the oil and gas industry. McGuffin was not happy at the Wood Group after GE acquired it in approximately 2011. McGuffin knew the wireline business and had many client contacts. By the end of June 2014, Tom and McGuffin had reached an agreement to start Cinch Wireline Services, LLC. The discussions and negotiations regarding starting Cinch Wireline Services primarily took place at Tom's house located at or around 6118 King Trail, Corpus Christi, Nueces County, Texas, or on phone calls with Tom while he was at his house at 6118 King Trail, Corpus Christi, Nueces County, Texas. They did not have any discussions or negotiations in Jackson County, Texas. Tom was not living or residing in Alabama (or anywhere else other than Corpus Christi, Texas) at the time that they were negotiating the formation of the company, although he did take frequent fishing trips.
- 21. The agreement regarding Cinch Wireline Services was that McGuffin would provide the "sweat equity" (including managing the day-to-day operations, business generation, sourcing equipment and vendors, and other matters necessary to run the business) and Cinch Energy Services, LLC (of which Tom is a member) would provide the financial backing. They agreed that McGuffin would own 30% of Cinch Wireline Services, LLC and Cinch Energy Services, LLC would own 70%. McGuffin never worked for Cinch

Energy Services, LLC; Tom just directed that Cinch Energy Services, LLC pay McGuffin a salary so she could live while Cinch Wireline Services, LLC was getting up and going.

- 22. Based on this agreement, McGuffin began putting vendors on notice, obtaining bids on manufacturing and services, engaging with future employees, contacting potential clients from her client list, and getting current market pricing in order, as well as other tasks required to start the business.
- 23. Cinch Wireline Services, LLC used Tom's property at 6118 King Trail, Corpus Christi, Nueces County, Texas, for the yard to store equipment and trucks, and it was the home-base for all Cinch Wireline Services, LLC operations. The Cinch Wireline Services, LLC employees reported to the yard at 6118 King Trail, Corpus Christi, Nueces County, Texas. The only thing that occurred at the Ganado location was back-office work because that is where the Cinch Energy Services, LLC office workers were located.
- 24. McGuffin's company credit card statements were sent to Tom's house. They were addressed: Kayce McGuffin, FTS Trucking Co., Inc., 6118 King Trl, Corpus Christi, TX 78414-630918. "FTS" stands for Frank Thomas Shumate.
- 25. Cinch Wireline Services, LLC is now located at 5821 Agnes St., Corpus Christi, Nueces County, Texas 78406.
- 26. In September 2014, David S. Gibson, II (the lawyer used by Tom and Cinch Energy) prepared a written Company Agreement, but it conflicted with the oral agreement already made by McGuffin and Tom, which was that McGuffin would own 30% of Cinch Wireline, while the Company Agreement stated that McGuffin would own 20%. She also had other questions regarding the agreement, but McGuffin wanted to clear the ownership interest percentage first. She raised this with Tom, but he always avoided addressing it.

C. Shumate Unilaterally Shuts McGuffin Out

27. In 2015, McGuffin was in her bedroom when she saw a strange person getting into her company vehicle parked outside of her house. She went outside with a gun and told him to get on the ground, which he did. McGuffin then called 911 because she thought the man was stealing the company vehicle. The person stated that he was there to take back the company vehicle. This was how McGuffin learned that she was purportedly being fired from Cinch Wireline Services. The police showed up and told McGuffin that she did not have to let the person take the vehicle because it was a civil matter, but McGuffin let him take it. McGuffin never received a formal notice or other communication regarding termination.

- 28. McGuffin still owns her membership interest, yet she has been shut out of the company and has not received any distributions nor been provided with an accounting.
- 29. Cinch Wireline has continued operating. Shumate has kept Cinch Wireline in good standing, filing Texas Franchise Tax Public Information Reports ("PIR"). In the 2015 PIR, dated November 10, 2015, Shumate is listed as President of Cinch Wireline, and Mark Lopez is listed as Vice President. In the 2016 PIR, dated August 27, 2016, Shumate is listed as Director and President of Cinch Wireline.
- 30. On February 14, 2018, Shumate individually signed a Certificate of Amendment purporting to amend the Certificate of Formation to show Cinch Energy, Justin Sprencel, and Patron Wireline, LLC as managing member.⁴ In the 2019 PIR (dated

¹ Ex. A, 2015 PIR; Ex. B, 2016 PIR; Ex. C, 2019 PIR; Ex. D, 2020 PIR.

² Ex. A, 2015 PIR.

³ Ex. B, 2016 PIR.

⁴ Ex. E, 2018 Certificate of Amendment

September 13, 2019) and the 2020 PIR (dated October 15, 2020), Patron Wireline, LLC, Cinch Energy and Justin Sprencel are all listed as a managing members.⁵ Shumate is the sole managing member of Patron Wireline, LLC.⁶ In the most recent PIR for Patron Wireline, LLC, Shumate is listed as the sole member and director, with a mailing address of 5821 Agnes St., Corpus Christi, TX 78406.⁷ Additionally, the principal place of business for Patron Wireline, LLC is listed as 5821 Agnes St., Corpus Christi, TX 78406.⁸ Cinch Wireline's address is also listed as 5821 Agnes St., Corpus Christi, TX 78406 on its website.⁹

- 31. Shumate is a managing member of Cinch Energy, 10 as well as the president. 11
- 32. Now that Cinch Energy, Justin Sprencel, and Patron Wireline are being treated as members purportedly with membership interests, they would be receiving distributions from Cinch Wireline Services or distributions from some other entity because of their purported membership and membership interests in Cinch Wireline, but McGuffin is entitled to her 30% membership interest.

V. <u>CAUSES OF ACTION</u>

A. Breach of Contract

33. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.

⁵ Ex. C, 2019 PIR; Ex. D, 2020 PIR.

⁶ Ex. F, Patron Wireline Certificate of Formation.

⁷ Ex. G, Patron Wireline 2021 PIR.

⁸ Ex. G, Patron Wireline 2021 PIR.

⁹ Ex. H, website screenshot; https://cinchtexas.com/contact

¹⁰ Ex. I, Certificate of Formation for Cinch Energy.

¹¹ Ex. J, Cinch Energy 2020 PIR.

34. Defendants Shumate and Cinch Energy breached their agreement with McGuffin that she is a 30% owner of Cinch Wireline, holding a 30% membership interest, causing McGuffin's injuries. The damages and breach continue to this day as Cinch Wireline continues to operate without providing an accounting or making distributions to McGuffin.

B. Unjust Enrichment

- 35. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.
- 36. McGuffin is entitled to recover under the theory of unjust enrichment because Defendants have obtained benefits from McGuffin by fraud, duress, or taking undue advantage, or the contemplated agreements are unenforceable, impossible, not fully performed, thwarted by mutual mistake, or void for other legal reasons. All Defendants have profited from Cinch Wireline's operation, but McGuffin, as a 30% owner, has not. 30% of Defendants' income derived from Cinch Wireline rightly belongs to McGuffin. This claim and damages continue to accrue.

C. Money Had and Received

- 37. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.
- 38. Defendants hold money that belongs to McGuffin in equity and good conscience. All Defendants have profited from Cinch Wireline's operation, but McGuffin, as a 30% owner, has not. 30% of Defendants' income derived from Cinch Wireline rightly belongs to McGuffin. This claim and damages continue to accrue.

D. Breach of Fiduciary Duty

- 39. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.
- 40. Defendants, as purported members, officers and directors of Cinch Wireline, owe fiduciary duties to Cinch Wireline Services, LLC. Defendants breached their fiduciary duties to Cinch Wireline Services, LLC by having Cinch Wireline Services, LLC make improper distributions and pay for personal items. Defendants also breached their duties to Cinch Wireline by favoring certain members, officers, or directors over Cinch Wireline's interests. Based on information and belief, Cinch Wireline Defendants' breaches resulted in injuries to Cinch Wireline Services, LLC, or benefits to the Defendants. Defendants put their interests ahead of Cinch Wireline Services, LLC. McGuffin is entitled to recover her actual damages for these breaches of fiduciary duties as well as equitable relief, including accounting and disgorgement.
- 41. Defendant Shumate also breached fiduciary duties to McGuffin. As a trusted advisor and friend, Shumate owed McGuffin fiduciary duties, which he breached by taking advantage of her knowledge and experience in the wireline business to benefit himself through companies that he owns (at least in part). These breaches and damages continue to this day.

E. Declaratory Judgment

42. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.

Pursuant to Chapter 37 of the Texas Civil Practices & Remedies Code, McGuffin seeks a declaration of the rights, status, and other legal relations of the parties in, to, and with respect to

Cinch Wireline, (1) Cinch Energy is no longer a Member of Cinch Wireline; (2) Sprencel is a Member with a 45% interest; (3) Mendietta is a Member with a 20% interest; and (4) McGuffin is a Member with a 30% interest.

F. Demand for Accounting

- 43. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.
- 44. The facts and accounts presented are so complex that relief may not be provided for at law. There is a close fiduciary relationship between the parties, and respondents have access to the information necessary to provide an accounting.
 - 45. Defendants hold, possess, or manage funds and will continue to hold, possess, or manage future funds from revenues to which Plaintiff is entitled in whole or in part.
 - 46. Plaintiff demands an accounting from Cinch Wireline Services, LLC.
 - 47. Plaintiff is entitled to an accounting from Defendants to determine the actual amounts due and owing to Plaintiff.

G. Constructive Trust

- 48. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.
- 49. Because of the unconscionable and wrongful conduct of Shumate and Cinch Energy, they will be unjustly enriched if they are allowed to retain the property stolen from McGuffin and Cinch Wireline and will be unjustly enriched if they are allowed to retain any property that was purchased with or comingled with their own property.

50. Accordingly, McGuffin and Cinch Wireline request a constructive trust be imposed on the property stolen, the proceeds, and any property of Shumate and Cinch Energy that has been acquired by them with McGuffin's and Cinch Energy's property or comingled with Shumate's and Cinch Energy's property.

H. Application for Temporary Injunction

- 51. McGuffin incorporates the preceding paragraphs by reference as if fully set forth herein.
- 52. Based on information and belief, in November 2023, a special meeting of Cinch Wireline was called pursuant to the Cinch Wireline Operating Agreement for the purpose of taking a vote on whether Cinch Energy should be expelled as a Member of Cinch Wireline. Although duly notified, Cinch Energy failed to attend the meeting. A vote was taken, and it was unanimously voted to expel Cinch Energy from Cinch Wireline. As a result, Cinch Energy forfeited its membership in Cinch Wireline.
- 53. It was then unanimously decided that Sprencel is a forty-five percent (45%) holder of units, Mendietta is a twenty percent (20%) holder of units, and McGuffin is a thirty percent (30%) holder of units in Cinch Wireline. These are the current owners of Cinch Wireline. Cinch Energy was duly given notice of the results of the meeting.
- 54. Despite notice of the change of ownership, Cinch Energy and Shumate have continued to make business decisions purportedly on behalf of Wireline; selling off assets of Wireline; not paying off creditors of Wireline; diverting monies to Shumate or his other entities; and causing great diminution in the value of the membership units for each current Member.
- 55. Unless Shumate and Cinch Energy are restrained and enjoined from their wrongful conduct, the rightful owners of Cinch Wireline will sustain irreparable injury by

being prevented from making business decisions and running Cinch Wireline's dayto-day business operations. The value of the membership interests has been diluted and will continue to be diluted if this conduct is not enjoined. If not enjoined, Cinch Wireline will continue to lose value, not be able to pay its debts, and may become insolvent.

- 56. McGuffin has no other adequate remedy at law.
- 57. McGuffin has shown a probable right to recover on her claims and causes of action.
 - 58. Injury or prejudice to the opposing party is minimal.
- 59. McGuffin's request for injunctive relief does not violate any public policy and, in fact, furthers the public policy of the State of Texas.
- 60. All requirements of section 65.011 of the Civil Practice and Remedies Code and all conditions precedent have been satisfied for the temporary relief sought herein and for the reasons set forth above.
- 61. McGuffin requests that a cash bond in the amount of \$500.00 be posted in support of this request for injunctive relief, and that a hearing on a preliminary injunction be timely set.
- 62. McGuffin incorporates herein the declaration of Mary Kay McGuffin attached as Exhibit K hereto.
- 63. McGuffin requests that the Court order the following temporary injunction against the defendants:
 - Enjoin the Defendants from making any business decision on behalf of Cinch Wireline;
 - Enjoin the Defendants from selling or pledging any collateral of Cinch Wireline;

- Turning over all books, records, and financial documents to the current owners of Cinch Wireline;
- Turning over all bank accounts and accounts receivable of Cinch Wireline to the current owners;
- Enjoin the Defendants from writing any checks or withdrawing any deposits belonging to Cinch Wireline;
- Enjoin the Defendants from interfering with the business operations of Cinch Wireline.

I. Discovery Rule

64. The claims asserted by Plaintiff in this action are based on acts and omissions perpetrated and intentionally concealed by the Defendants. As such, the Defendants' acts and omissions were undiscoverable to Plaintiff, and Plaintiff affirmatively pleads the discovery rule with respect to those of her causes of action that the Defendants contend are barred by the Statute of Limitations.

VI. DAMAGES

- 65. Defendants' acts have been the producing and proximate causes of Plaintiff's actual damages in excess of the minimum jurisdictional limits of this court. Plaintiff is entitled to both general and special damages.
- 66. Defendants' conduct was committed knowingly and intentionally.

 Plaintiff's injuries resulted from Defendants' fraud, malice, or gross negligence.

 Accordingly, Defendants are liable for exemplary damages.

VII. ATTORNEY'S FEES

67. Plaintiff is entitled to reasonable and necessary attorneys' fees pursuant to Chapter 38 of the Tex. Civ. Prac. & Rem. Code.

VIII. PERSONAL AND DERIVATIVE CLAIMS

68. McGuffin brings her claims personally and derivatively as authorized by Tex. Bus. Org. Code §§ 101.451 – 101.463.

IX. <u>CONDITIONS PRECEDENT</u>

69. All conditions precedent to bringing the above causes of action have been met or occurred.

X. <u>ALTERNATIVE PLEADINGS</u>

70. The foregoing facts and theories are pled cumulatively and alternatively with no election or waiver of rights or remedies.

XI. TRIAL BY JURY

71. Plaintiff requests a trial by jury and submits an appropriate jury fee.

XII. PRAYER

- 72. Plaintiff prays that Defendants be cited to appear and that Plaintiff has judgment against Defendants for all relief requested and for such other and further relief, general and special, at law or in equity, to which Plaintiff is entitled, including but not limited to:
 - a. All the actual damages and exemplary damages caused by the wrongful conduct complained of herein;
 - b. Equitable relief including, but not limited to, an accounting and disgorgement;
 - c. Reasonable and necessary attorney's fees;
 - d. Pre- and post-judgment interest;
 - e. Costs of suit; and
 - f. Other such relief at law and equity for which Plaintiff may be justly entitled.

Respectfully submitted,

BUTCH BOYD LAW FIRM

Butt Ball

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ATTORNEYS FOR PLAINTIFF, MARY KAY MCGUFFIN

CERTIFICATE OF SERVICE

I hereby certify that a true and correct of the above and the foregoing has been forwarded to all counsel of record in accordance with T.R.C.P. by the method indicated below on this 11th day of December 2023.

Via E-Mail

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ATTORNEYS FOR DEFENDANTS

BUTCH BOYD

Filing Number: 802072974

Texas Franchise Tax Public Information Report

| Compressor | 05-102 | 16 Police | Rev.9-11/30 | |

To be filed by Corporations , Limited Liability Companies (LLC) and Financial Institutions

This report MUST be signed and filed to satisfy franchise tax requirements

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Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Cinch Wireline Services, LLC Filing Number: 802072974

Certificate of Formation
Public Information Report (PIR)
Public Information Report (PIR)
Change of Registered Agent/Office
Certificate of Amendment
Public Information Report (PIR)
Public Information Report (PIR)

September 29, 2014 December 31, 2015 December 31, 2016 January 09, 2018 February 27, 2018 December 31, 2019 December 31, 2020

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2021.



Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State

Filing Number: 802072974

Texas Franchise Tax Public Information Report

(Rev.9-11/30)

To be filed by Corporations , Limited Liability Companies (LLC) and Financial Institutions
This report MUST be signed and filed to satisfy franchise tax requirements

■ Tcode 13196 Franchise

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Texas Franchise Tax Public Information Report

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This report MUST be signed and filed to satisfy franchise tax requirements

■ Tcode 13196 Franchise

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Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Cinch Wireline Services, LLC Filing Number: 802072974

Certificate of Formation
Public Information Report (PIR)
Public Information Report (PIR)
Change of Registered Agent/Office
Certificate of Amendment
Public Information Report (PIR)
Public Information Report (PIR)

September 29, 2014 December 31, 2015 December 31, 2016 January 09, 2018 February 27, 2018 December 31, 2019 December 31, 2020

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2021.



Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State

Texas Franchise Tax Public Information Report

Comptroller 05-102 of Public Accounts FORM

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions
This report MUST be signed and filed to satisfy franchise tax requirements

■ Tcode 13196 Franchise

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Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State Form 424 (Revised 05/11)

Submit in duplicate to; Secretary of State P.O. Box 13697 Austin, TX 78711-3697 512 463-5555 FAX: 512/463-5709

Filing Fee: See instructions



Certificate of Amendment

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

FEB 27 2018

Corporations Section

Entity Information

The name of the filing entity is:	
Cinch Wireline Services, LLC	
State the name of the entity as currently shown of the entity, state the old name and not the new	in the records of the secretary of state. If the amendment changes the name
The filing entity is a: (Select the appropriate of	entity type below.)
☐ For-profit Corporation	Professional Corporation
☐ Nonprofit Corporation	Professional Limited Liability Company
Cooperative Association	Professional Association
☑ Limited Liability Company	Limited Partnership
The file number issued to the filing enti	ty by the secretary of state is: 802072974
The date of formation of the entity is:	09/29/2014

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:



		gistered Agent B, but not both. Also cor	mplete C.)
A. The registered age	nt is an organization	(cannot be entity named a	bove) by the name of:
OR B. The registered age	nt is an individual re	sident of the state w	hose name is:
Pirst Name	λt.I.	Last Name	Suffix
The person executing this has consented to serve as r		that the person desi	ignated as the new registered agent
C. The business address o	f the registered agen	t and the registered	office address is:
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Street Address (No P.O. Box)		Ĉity	State Zip Code
:	3. Other Added, A	ltered, or Deleted P	rovisions
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Add each of the follow reference of the added pro			ation. The identification or
Alter each of the follow	wing provisions of the	ne certificate of form	nation. The identification or
			as amended are as follows:
See Attached Document, wor	ıld not fit in this sectio	on.	
Delete each of the prov	visions identified bel	ow from the certific	ate of formation.

Statement of Approval

The amendments to the certificate of formation have been approved in the manner required by the Texas Business Organizations Code and by the governing documents of the entity.

Ponn 424

Effectiveness of Filing (Select either A, B, or C.)

	the document is filed by the secretary of state. Iter date, which is not more than ninety (90) days from e is:
	currence of a future event or fact, other than the
passage of time. The 90th day after the date of	signing is:
The following event or fact will cause the doct	ument to take effect in the manner described below:
I	Execution
	to the penalties imposed by law for the submission of a certifies under penalty of perjury that the undersigned is ing the entity to execute the filing instrument.
Date: <u>02/14/2018</u> By:	Hone L
	Signature of authorized person
	aignature of authorized person
	Frank Thomas Shumate, Jr.
	Perniad or transfinding of suitarized person (realizablishes)

Alter Article 3 to Read:

Managing Member 1: Cinch Energy Services, LLC Title: Managing Member

Address: 208 East York, Ganado TX, USA 77962

Managing Member 2: Justin Sprencel

Address: 4083 Emil St., Robstown, TX, USA 78380

Managing member 3: Patron Wireline, L.L.C. Address: 208 E. York, Ganado, TX, USA 77962



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Cinch Wireline Services, LLC Filing Number: 802072974

Certificate of Formation
Public Information Report (PIR)
Public Information Report (PIR)
Change of Registered Agent/Office
Certificate of Amendment
Public Information Report (PIR)
Public Information Report (PIR)

September 29, 2014 December 31, 2015 December 31, 2016 January 09, 2018 February 27, 2018 December 31, 2019 December 31, 2020

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2021.



Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State Secretary of State P.O. Box 13697 Austin, TX 78711-3697 FAX: 512/463-5709

Filing Fee: \$300



Certificate of Formation Limited Liability Company

Filed in the Office of the Secretary of State of Texas Filing #: 802901645 01/09/2018 Document #: 787229230005 Image Generated Electronically for Web Filing

Article 1 - Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Patron Wireline, L.L.C.

Article 2 - Registered Agent and Registered Office

A. The initial registered agent is an organization (cannot be company named above) by the name of:

OR

■B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

David S Gibson II

C. The business address of the registered agent and the registered office address is:

Street Address:

3833 S Staples St

STE s217 Corpus Christi TX 78411

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

Article 3 - Governing Authority

A. The limited liability company is to be managed by managers.

OR

☑B. The limited liability company will not have managers. Management of the company is reserved to the members. The names and addresses of the governing persons are set forth below:

Managing Member 1: Frank Thomas Shumate Jr

Title: Managing Member

Address: 208 E. York Ganado TX, USA 77962

Article 4 - Purpose

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference.]
Organizer
The name and address of the organizer are set forth below.
Frank Thomas Shumate, Jr. <u>208 E. York, Ganado TX 77962</u>
Effectiveness of Filing
✓A. This document becomes effective when the document is filed by the secretary of state.
OR
□B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:
Execution
The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.
Frank Thomas Shumate, Jr.

FILING OFFICE COPY

Signature of Organizer



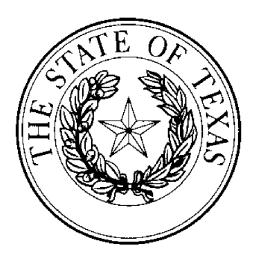
Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Patron Wireline, L.L.C. Filing Number: 802901645

Certificate of Formation Public Information Report (PIR) January 09, 2018 December 31, 2021

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2021.



Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State

Texas Franchise Tax Public Information Report

Comptroller of Public Accounts FORM

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions
This report MUST be signed and filed to satisfy franchise tax requirements

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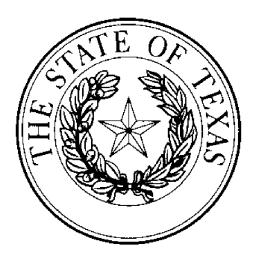
Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Patron Wireline, L.L.C. Filing Number: 802901645

Certificate of Formation Public Information Report (PIR) January 09, 2018 December 31, 2021

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2021.



Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State





Contact us via email, call us, or drop by.

Ganado, TX

Corporate Office

208 E York Ganado, Texas 361-771-3401

s.lopez@cinchtexas.com

Corpus Christi, TX

Wireline

5821 Agnes Street

Corpus Christi, Texas

361-452-3681

m.mendietta@cinchtexas.com



Directory









Cinch Energy

Open from 8 AM to 5 PM



Cinch Wireline

Secretary of State P.O. Box 13697 Austin, TX 78711-3697 FAX: 512/463-5709

Filing Fee: \$300



Certificate of Formation Limited Liability Company

Filed in the Office of the Secretary of State of Texas Filing #: 801531726 01/09/2012 Document #: 403628720002 Image Generated Electronically for Web Filing

Article 1 - Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Cinch Energy Services, L.L.C.

Article 2 – Registered Agent and Registered Office

A. The initial registered agent is an organization (cannot be company named above) by the name of:

OR

☑B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

Mark Lopez

C. The business address of the registered agent and the registered office address is:

Street Address:

1102 S. Second Ganado TX 77962

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

OR

☑B. The consent of the registered agent is maintained by the entity.

Article 3 - Governing Authority

A. The limited liability company is to be managed by managers.

OR

☑B. The limited liability company will not have managers. Management of the company is reserved to the members. The names and addresses of the governing persons are set forth below:

Managing Member 1: Mark Lopez

Title: Managing Member

Address: 1102 S. Second Ganado TX, USA 77962

Managing Member 2: Frank Thomas Shumate Jr

Title: Managing Member

Address: 6118 King Trail Corpus Christi TX, USA 78414

Article 4 - Purpose

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.



[The attached addendum, if any, is incorporated herein by reference.]

Consent to Serve as Registered Agent.pdf

Organizer

The name and address of the organizer are set forth below.

Mark Lopez 1102 S. Second, Ganado, Texas 77962

Effectiveness of Filing

✓ A. This document becomes effective when the document is filed by the secretary of state.

OR

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Mark Lopez

Signature of Organizer

FILING OFFICE COPY

Form 401-A (Revised 12/09)



Cinch Energy Services, L.L.C.

Name of represented entity

Acceptance of Appointment and Consent to Serve as Registered Agent §5.201(b) Business Organizations Code

The following form may be used when the person designated as registered agent in a registered agent filing is an individual.

Acceptance of Appointment and Consent to Serve as Registered Agent

I acknowledge, accept and consent to my designation or appointment as registered agent in Texas for

I am a resident of the state and understand that it will be my responsibility to receive any process, notice, or demand that is served on me as the registered agent of the represented entity; to forward such to the represented entity; and to immediately notify the represented entity and submit a statement

of resignation to the Secretary of State if I x:	resign. Mark Lopez	01/09/2012
Signature of registered algent	Printed name of registered agent	Date (mm/dd/yyyy)
The following form may be used when th filing is an organization.	e person designated as registered ag	ent in a registered agent
Acceptance of Appointme	ent and Consent to Serve as Registere	d Agent
I am authorized to act on behalf of		
The organization is registered or otherwacknowledges, accepts and consents to its		
Name of represented entity The organization takes responsibility to reorganization as the registered agent of the and to immediately notify the represented of State if the organization resigns.	represented entity; to forward such t	o the represented entity;
∰. 19. 19. 19. 19. 19. 19. 19. 19. 19. 19		· ·



Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Cinch Energy Services, L.L.C. Filing Number: 801531726

Certificate of Formation Public Information Report (PIR) Public Information Report (PIR) January 09, 2012 December 31, 2015 December 31, 2019

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2021.



Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State

Fax: (512) 463-5709 TID: 10266

Texas Franchise Tax Public Information Report

Comptroller 05-102 of Public Accounts FORM Today 11

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions
This report MUST be signed and filed to satisfy franchise tax requirements

■ Tcode 13196 Franchise

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incipal place of business											
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egistered agent and registered office currently on file. (see ir gent: MARK LOPEZ	istructions if y	ou need t	o make changes)	\bigcirc	Blacken ci the regist	,				,	atic
ffice: 208 E York St			City	ANA	DO	Sta	te T	X	ZIP C	ode 77962	 2
ne above information is required by Section 171.203 of the Tax Code	•		mited liability comp	any that	files a Texas	ranchise Ta	ax Repo	rt. Use a	ddition	al sheets	s
or Sections A, B, and C, if necessary. The information will be available f declare that the information in this document and any attachments is			est of my knowledg	e and be	lief, as of the	date below	, and th	nat a coi	ov of thi	s report	has
een mailed to each person named in this report who is an officer, dire			o is not currently em	·	oy this, or a re	elated, corp	,				
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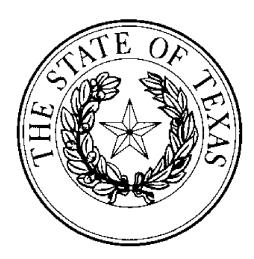
Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Cinch Energy Services, L.L.C. Filing Number: 801531726

Certificate of Formation Public Information Report (PIR) Public Information Report (PIR) January 09, 2012 December 31, 2015 December 31, 2019

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on December 02, 2021.



Phone: (512) 463-5555

Prepared by: SOS-WEB

John B. Scott Secretary of State

Fax: (512) 463-5709 TID: 10266

CAUSE NO. 2020DCV-3095-B

MARY KAY MCGUFFIN,	§	IN THE DISTRICT COURT
PLAINTIFF,	§	
	§	
V.	§	117 TH JUDICIAL DISTRICT
	§	
CINCH ENERGY SERVICES, LLC,	§	
ET AL DEFENDANTS.	§	NUECES COUNTY, TEXAS

DECLARATION OF MARY KAY MCGUFFIN

My name is Mary Kay McGuffin.

My date of birth is May 28, 1970.

My address is 1300 Pleasant Trail Road, Alleyton, Texas 78935.

I declare under penalty of perjury the following is true and correct:

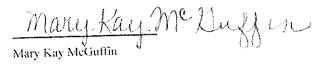
I am the Plaintiff in this case.

I have personal knowledge of the facts stated in this declaration.

I am a resident of Colorado County, Texas.

I declare under penalty of perjury that the foregoing statements in my Application for Temporary Injunction are true and correct.

Executed in Colorado County, State of Texas on the 11th Day of December, 2023.





Automated Certificate of eService

This automated certificate of service was created by the efiling system. The filer served this document via email generated by the efiling system on the date and to the persons listed below. The rules governing certificates of service have not changed. Filers must still provide a certificate of service that complies with all applicable rules.

LeRae Karn on behalf of Ernest Boyd

Bar No. 783694

lerae.hancock@live.com Envelope ID: 82445537

Filing Code Description: Amended Filing

Filing Description: Plaintiff Mary Kay McGuffin's Third Amended Petition, Request For Accounting, Request For Temporary Injunction, Declaratory

Judgment, And Jury Demand

Status as of 12/13/2023 9:53 AM CST

Associated Case Party: MaryKayMcGuffin

Name	BarNumber	Email	TimestampSubmitted	Status
Katrina Chamblee-Boyd		katrinaboyd@butchboydlawfirm.com	12/11/2023 2:23:27 PM	SENT
LeRae Karn		leraekarn@butchboydlawfirm.com	12/11/2023 2:23:27 PM	SENT
Jillian Scherrer		jillianscherrer@butchboydlawfirm.com	12/11/2023 2:23:27 PM	SENT
Butch Boyd		butchboyd@butchboylawfirm.com	12/11/2023 2:23:27 PM	ERROR

Associated Case Party: Cinch Energy Services, LLC

Name	BarNumber	Email	TimestampSubmitted	Status
Douglas AAllison		doug@dallisonlaw.com	12/11/2023 2:23:27 PM	SENT
Kim Brunkenhoefer		kim@dallisonlaw.com	12/11/2023 2:23:27 PM	SENT
Susan Gonzales		susan@dallisonlaw.com	12/11/2023 2:23:27 PM	SENT
Eric A.Laskowski		Eric@KirklinLaw.com	12/11/2023 2:23:27 PM	SENT
Sharon Wright		sharon@smcesq.com	12/11/2023 2:23:27 PM	SENT
Paul O'Finan		paul@smcesq.com	12/11/2023 2:23:27 PM	SENT
Melissa Christian		melissa@smcesq.com	12/11/2023 2:23:27 PM	SENT
Paul Kirklin		pkirklin@kirklinlaw.com	12/11/2023 2:23:27 PM	SENT

Associated Case Party: Cinch Wireline Services LLC

Name	BarNumber	Email	TimestampSubmitted	Status
Eric A.Laskowski		Eric@KirklinLaw.com	12/11/2023 2:23:27 PM	SENT
Paul Kirklin		pkirklin@kirklinlaw.com	12/11/2023 2:23:27 PM	SENT

Automated Certificate of eService

This automated certificate of service was created by the efiling system. The filer served this document via email generated by the efiling system on the date and to the persons listed below. The rules governing certificates of service have not changed. Filers must still provide a certificate of service that complies with all applicable rules.

LeRae Karn on behalf of Ernest Boyd

Bar No. 783694

lerae.hancock@live.com Envelope ID: 82445537

Filing Code Description: Amended Filing

Filing Description: Plaintiff Mary Kay McGuffin's Third Amended Petition, Request For Accounting, Request For Temporary Injunction, Declaratory

Judgment, And Jury Demand

Status as of 12/13/2023 9:53 AM CST

Associated Case Party: FrankThomasShumate

Name	BarNumber	Email	TimestampSubmitted	Status
Eric A.Laskowski		Eric@KirklinLaw.com	12/11/2023 2:23:27 PM	SENT
Paul Kirklin		pkirklin@kirklinlaw.com	12/11/2023 2:23:27 PM	SENT

Case Contacts

Name	BarNumber	Email	TimestampSubmitted	Status
Frank Edward Weathered	20998600	frank@weatheredlaw.com	12/11/2023 2:23:27 PM	SENT
Douglas A. Allison	1083500	doug@dallisonlaw.com	12/11/2023 2:23:27 PM	SENT
Brandon Evans		pkirklin@kirklinlaw.com	12/11/2023 2:23:27 PM	SENT
Michael J. Blanchard		mikeblanchard@butchboydlawfirm.com	12/11/2023 2:23:27 PM	SENT
LeRae Karn		leraekarn@butchboydlawfirm.com	12/11/2023 2:23:27 PM	SENT
Sandy Murray		sandymurray@butchboydlawfirm.com	12/11/2023 2:23:27 PM	SENT
Paul Kirland		pkirklin@kirklinlaw.com	12/11/2023 2:23:27 PM	SENT
Jason Pepe		jpepe@kirklinlaw.com	12/11/2023 2:23:27 PM	SENT
Alysa Grissom		agrissom@hilliard-law.com	12/11/2023 2:23:27 PM	SENT
J. Mitchell Clark		mitchell@hilliard-law.com	12/11/2023 2:23:27 PM	SENT
Brandon Evans		bevans@kirklinlaw.com	12/11/2023 2:23:27 PM	SENT

Associated Case Party: Justin Sprencel

Name	BarNumber	Email	TimestampSubmitted	Status
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